

LaMonica Herbst & Maniscalco, LLP
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Wantagh, New York 11793
(516) 826-6500
Joseph S. Maniscalco, Esq.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:

LEHIGH VALLEY PORTFOLIO, LP,

Chapter 11
Case No.:

Debtor.

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CORPORATE RESOLUTION

I, Herman Carlinsky, as authorized agent of Lehigh GP, LLC, the general partner of the above captioned Limited Partnership do hereby certify that the following resolution was unanimously adopted on the 8th day of July, 2010:

"RESOLVED, that by reason of the Limited Partnership being unable to pay its debts as they mature, it is deemed expedient, necessary and in the best interests of the Limited Partnership, its partners and its creditors, that the Limited Partnership seek relief under Title 11 of the United States Code from such circumstance and condition, and that the Limited Partnership, acting by its authorized agent, is hereby authorized, empowered and directed, subject to the provisions of the Limited Partnership's Articles of Organization and/or By-Laws to institute a proceeding pursuant to Title 11, United States Code (Chapter 11 of the Bankruptcy Code), and to retain the law firm of LaMonica Herbst & Maniscalco, 3305 Jerusalem Avenue, Wantagh, New York 11793, as counsel for the Limited Partnership in such proceedings, and to prepare, execute and deliver, in the name of the Limited Partnership, or cause to be prepared, executed and delivered in its name, any and all petitions, pleadings, schedules, financial statements, affidavits, proposals, plans, arrangements, agreements or instruments whatsoever, and make do and perform any and all other things whatsoever, all upon such terms and conditions deemed necessary, proper or appropriate in the discretion of the foregoing authorized agent to accomplish the foregoing purposes."

 IN WITNESS WHEREOF, I have hereunto set my hand and seal of the Limited Partnership this 8 day of July 2010.



Herman Carlinsky, authorized agent of Lehigh GP, LLC, the general partner of Lehigh Valley Portfolio, LP

Sworn to before me this
8 day of July 2010


Notary Public

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JOSEPH S. MANISCALCO
Notary Public-State of New York
No. 02MA5063826
Qualified in Nassau County
My Commission Expires 7/29/10